

DavisPolk

Lawrence Portnoy
+1 212 450 4874
lawrence.portnoy@davispolk.com

Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, NY 10017
davispolk.com

April 12, 2022

Re: *JPMorgan Chase Bank, National Association, London Branch v. Tesla, Inc.*,
Case No. 1:21-cv-9441 (PGG)

Hon. Paul G. Gardephe
United States District Court
Southern District of New York
United States Courthouse
40 Foley Square
New York, NY 10007

Dear Judge Gardephe:

On behalf of both parties in the above-captioned matter, I write in response to the Court's request that the parties provide to the Court the underlying agreements referenced in the pleadings and the parties' pre-motion letters. Pursuant to that request, please find enclosed the following agreements:

- Exhibit A: 2002 ISDA Master Agreement
- Exhibit B: 2002 ISDA Equity Derivatives Definitions
- Exhibit C: 2006 ISDA Definitions
- Exhibit D: Confirmation evidencing the Base Issuer Warrant Transaction – 2021 Expiry, dated February 27, 2014
- Exhibit E: Confirmation evidencing the Additional Base Issuer Warrant Transaction – 2021 Expiry, dated March 28, 2014

We look forward to our Initial Pretrial Conference with the Court on April 14, 2022.

Respectfully submitted,

/s/ Lawrence Portnoy

Lawrence Portnoy

cc: All counsel of record (via ECF)